

Purpose

To contribute to the provision by Helical plc (the “Group”) of a safe and secure environment for work, to ensure that the Group’s reputation is of the highest standing relative to its strategic intent. The Committee shall oversee, and drive improved performance in, the strategies, policies, working practices of the Group in relation to health and safety (“H&S”).

The H&S Committee will consider and advise the Group on the health, safety, welfare and wellbeing aspects of the Group’s H&S Policy, procedures and practice relating to staff, visitors, contractors and others within related activities.

Role

The role of the H&S Committee (the “Committee”) will be to:

- Ensure effective and representative two-way communication and consultation between staff, customers, contractors, trade unions and other stakeholders.
- Review the Group’s strategies, procedures, working practices and performance regarding health and safety and recommend improvements as are considered appropriate.
- Ensure that it and the Executive Committee (“ExCo”) is kept abreast of any regulatory changes in relation to health and safety and the impact such changes may have on the business of the Group.
- Advise the company on emerging issues, significant changes, proposals and recommendations regarding the Group’s policy, procedures and practices having properly assessed the issues and implications.
- Monitor the H&S performance of the Group and review the completion of any actions arising from routine audits, incident investigations or external regulatory interventions.
- Recommend steps to promote and sustain a positive H&S culture within the Group having properly considered options and implications.
- Review the main risks faced by the Group in relation to H&S.
- Review and annually approve the Group’s H&S Policy.
- The Committee shall annually review its terms of reference and its own effectiveness and recommend any necessary changes to the ExCo.

Authority

The Committee has the delegated authority of the ExCo in respect of the functions and powers set out in these terms of reference and is authorised to:

- Investigate any activity within its terms of reference;
- Seek any information it requires from any employee of the Group; and
- Obtain outside legal or independent professional advice and secure the attendance of outsiders with relevant experience and expertise to the extent considered necessary.

Membership & quorum

The Committee shall comprise a chair (“Chair”) and at least two other members. Members of the Committee shall be appointed by ExCo. The Committee is currently comprised of Matthew Bonning-Snook, Lois Robertson, John Inwood, Elliott Saunders and Matthew Redgrove.

Only members of the Committee have the right to attend committee meetings. However, other individuals including Group employees, contractors, external advisers and other stakeholders may be invited to attend for all or part of any meeting, as and when appropriate.

The quorum necessary for the transaction of business shall be two members. A duly convened meeting of the Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in, or exercisable, by the Committee.

Frequency of Meetings

The H&S Committee will meet at least once a year and at such other times determined by the Committee or the Chair.

Meetings of the Committee shall be summoned at the request of the Chair.

Secretary

The Company Secretary or their nominee shall act as the secretary of the Committee and will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the matters under discussion. The Committee shall have access to the services of the company secretariat on all committee matters, including assisting the Chair in planning the Committee's work, drawing up meeting agendas, maintenance of minutes, and provision of any necessary practical support.

Reporting Responsibilities

The Chair shall report formally to ExCo on its proceedings after each meeting on all matters within its duties and responsibilities and shall also formally report to ExCo on how it has discharged its responsibilities.

The Committee shall make whatever recommendations to ExCo it deems appropriate on any area where action or improvement is needed.

Last approved by the Board of Directors of Helical plc on 12 February 2025.